

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
JOANN INC., <i>et al.</i> , ¹)	Case No. 25-10068 (CTG)
)	
Debtors.)	(Jointly Administered)
)	
)	Re: Docket Nos. 17, 428

NOTICE OF FILING WINNING BIDDER AGENCY AGREEMENT

PLEASE TAKE NOTICE that on January 15, 2025, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines With Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* [Docket No. 17] (the “Motion”). Attached to the Motion as Exhibit A was a proposed form of order granting the relief requested in the Motion (the “Proposed Order”), and attached to the Proposed Order as Exhibit 2 was that certain stalking horse Agency Agreement (the “Stalking Horse Agreement”) with Gordon Brothers Retail Partners, LLC (the “Stalking Horse Bidder”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

PLEASE TAKE FURTHER NOTICE that on February 14, 2025, the Debtors filed that certain Amended & Restated Agency Agreement [Docket No. 428] (the “Revised Stalking Horse Agreement”).

PLEASE TAKE NOTICE that on February 16, 2025, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered the *Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of Notice Thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* [Docket No. 446] (the “Order”), by which the Court approved certain procedures setting forth the process by which the Debtors were authorized to conduct a marketing and auction process for the sale of substantially all of the Debtors’ assets.

PLEASE TAKE FURTHER NOTICE that on February 21, 2025, pursuant to the Order, the Debtors commenced an auction both in-person and by videoconference (the “Auction”).

PLEASE TAKE FURTHER NOTICE that at the conclusion of the Auction, the Debtors, in the exercise of their reasonable and good faith business judgment, selected GA Joann Retail Partnership, LLC, a subsidiary of GA Group, a provider of asset disposition, valuation, appraisal, and real estate services, together with Wilmington Savings Fund Society, FSB, in its capacity as Prepetition Term Loan Agent, as the Winning Bidder [Docket No. 480].

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit 1** is that certain Agency Agreement with the Winning Bidder (the “Agency Agreement”).

PLEASE TAKE FURTHER NOTICE that attached hereto as **Exhibit 2** is a redline comparing the Revised Stalking Horse Agreement against the Agency Agreement with the Winning Bidder.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to present the Agency Agreement with the Winning Bidder to the Court for approval at the hearing scheduled for February 26, 2025 at 2:00 p.m. (ET).

Dated: February 24, 2025
Wilmington, Delaware

/s/ Patrick J. Reilley

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